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Dianne Coffino
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Counsel to Certain Former Directors of Sears Canada, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:) Case No. 18-23538 (RDD)
)
SEARS HOLDINGS CORPORATION,) Chapter 11
)
Debtors.¹) (Jointly Administered)

**NOTICE OF ENTRY OF APPEARANCE
AND REQUEST FOR SERVICE OF PAPERS**

PLEASE TAKE NOTICE that the undersigned attorneys hereby appear as
counsel to Klaudio Leshnjani, William R. Harker, William C. Crowley, Donald C. Ross, James
McBurney, Ephraim J. Bird, Calvin R. McDonald, Ronald Boire, Deidra C. Merriwether,

¹ The debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Douglas Campbell, Danita Stevenson and Timothy Earl Flemming, each a former director of Sears Canada, Inc. and a creditor in the chapter 11 cases of the above-captioned debtors and debtors-in-possession (collectively, “Former Directors”). Under sections 342 and 1109(b) of title 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101 *et seq.*, and pursuant to Rules 2002, 3017(a), 9007, and 9010(b) of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”), the Former Directors request that copies of any and all notices, pleadings, motions, orders to show cause, applications, presentments, petitions, memoranda, affidavits, declarations, orders, disclosure statement(s) and plan(s) of reorganization, or other documents, filed or entered in these chapter 11 cases, be served on:

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Attention: R. Alexander Clark
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PLEASE TAKE FURTHER NOTICE THAT this request for notice includes, without limitation, not only the notices and papers filed in the chapter 11 cases and referred to in the paragraph above, but also includes orders and notices of any application, motion, petition, pleading, request, complaint, or demand filed or submitted in related proceedings, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand-delivery, telephone, facsimile transmission, electronically, or otherwise, that affects or seeks to affect in any way (1) the rights or interests of the Former Directors in

these cases, (2) property or proceeds thereof in the possession, custody, or control of the Former Directors, or (3) requires or prohibits, or seeks to require or prohibit, any act, delivery of any property, payment or other conduct by the Former Directors.

PLEASE TAKE FURTHER NOTICE THAT, in accordance with Bankruptcy Rule 3017(a), this request also constitutes a request in writing for copies of any disclosure statement or plan filed in this case.

PLEASE TAKE FURTHER NOTICE THAT neither this notice of appearance nor any prior or later appearance, pleading, claim, or suit shall waive any right of the Former Directors (1) to have final orders in non-core or private right of action matters entered only after *de novo* review by a higher court, (2) to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (3) to have the reference withdrawn in any matter subject to mandatory or discretionary withdrawal, or (4) to any other rights, claims, actions, defenses, setoffs or recoupments, under agreements, in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: New York, New York
June 13, 2019

COVINGTON & BURLING LLP

By: /s/ Dianne Coffino
Dianne Coffino

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